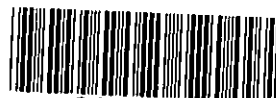




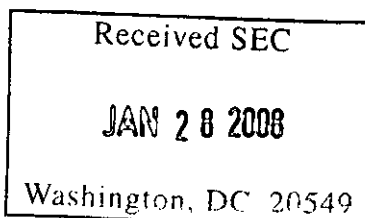
**AMERICAN  
STOCK EXCHANGE**  
Equities Options ETFs



08023759

Beth A. Kleiman  
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*CERTAMX**1-11758*

January 28, 2008

Mr. Brian Johnson  
Branch Chief  
Securities and Exchange Commission  
Office of Filings and Information Services  
Filer Support #2  
Room #2531  
100 F Street, N.E.  
Washington, D.C. 20549

**PROCESSED****JAN 31 2008****THOMSON  
FINANCIAL**

Dear Mr. Johnson:

This is to certify that the American Stock Exchange, (the "Exchange") received from Morgan Stanley (the "Registrant") a copy of the Company's application on Form 8-A for the registration of the following security:

**Global Medium-Term Notes, Series F, 12.5% SPARQS® due February 20, 2009  
(Mandatorily Exchangeable for Common Stock of Target Corporation)**

We further certify that the above security has been approved by the Exchange for listing and registration, upon official notice of issuance, and understand that the 8A will be immediately effective upon your receipt of this letter.

Sincerely,

*Beth A. Kleiman*

Beth A. Kleiman

**END**